

Fill in this information to identify your case:

United States Bankruptcy Court for the:

Western District of TexasCase number (if known): _____ Chapter **11**☐ Check if this is an amended filing**Official Form 201****Voluntary Petition for Non-Individuals Filing for Bankruptcy**

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1.	Debtor's name	<u>Whitestone Brewery, LLC</u>	
<hr/>			
2.	All other names debtor used in the last 8 years	<u>dba Whitestone Brewery</u>	
	Include any assumed names, trade names, and <i>doing business as</i> names	<hr/>	
		<hr/>	
		<hr/>	
<hr/>			
3.	Debtor's federal Employer Identification Number (EIN)	<u>47-2383468</u>	
<hr/>			
4.	Debtor's address	Principal place of business	Mailing address, if different from principal place of business
		<u>601 E. Whitestone Blvd</u>	
		<u>Suite 500</u>	
		Number Street	Number Street
		<u>Cedar Park TX 78613</u>	
		City State Zip Code	City State Zip Code
			Location of principal assets, if different from principal place of business
		<u>WILLIAMSON</u>	
		County	Number Street
			City State Zip Code
<hr/>			
5.	Debtor's website (URL)	<u>http://www.whitestonebrewery.com</u>	
<hr/>			

Debtor **Whitestone Brewery, LLC** Case number (if known) _____
 Name

6. Type of debtor

- ☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify: _____

7. Describe debtor's business:**A. Check one:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.**3121**

Debtor Whitestone Brewery, LLC Case number (if known) _____
 Name

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
☐ Chapter 9
☒ Chapter 11. *Check all that apply:*

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☒ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☒ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

- ☒ No
- ☐ Yes. District _____ When _____ Case number _____
 MM/DD/YYYY
- District _____ When _____ Case number _____
 MM/DD/YYYY

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

- ☒ No
- ☐ Yes. Debtor _____ Relationship _____
 District _____ When _____
 MM/DD/YYYY
- Case number, if known _____

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

Debtor **Whitestone Brewery, LLC** Case number (if known) _____
 Name

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?
- ☐ No
- ☒ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

- ☐ It needs to be physically secured or protected from the weather.
- ☒ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

- ☒ Other **Brewery Tap Room/Facility with work in progress and finished goods.**

Where is the property? **601 E. Whitestone Blvd, Suite 500**

Number

Street

Cedar Park

TX

78613

City

State

ZIP Code

Is the property insured?

- ☐ No

- ☒ Yes. Insurance agency **BSBD Insurance**

Contact name

AI 0063

Phone

(972) 767-2811

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

☒ 1-49

☐ 1,000-5,000

☐ 25,001-50,000

☐ 50-99

☐ 5,001-10,000

☐ 50,001-100,000

☐ 100-199

☐ 10,001-25,000

☐ More than 100,000

☐ 200-999

15. Estimated assets

☐ \$0-\$50,000

☐ \$1,000,001-\$10 million

☐ \$500,000,001-\$1 billion

☐ \$50,001-\$100,000

☐ \$10,000,001-\$50 million

☐ \$1,000,000,001-\$10 billion

☐ \$100,001-\$500,000

☐ \$50,000,001-\$100 million

☐ \$10,000,000,001-\$50 billion

☐ \$500,001-\$1 million

☐ \$100,000,001-\$500 million

☐ More than \$50 billion

Debtor Whitestone Brewery, LLC Case number (if known) _____
 Name

16. Estimated liabilities
- | | | |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/05/2023
 MM / DD / YYYY

☒ /s/ Ryan Anglen
 Signature of authorized representative of debtor

Ryan Anglen
 Printed name

Title Owner

18. Signature of attorney

☒ /s/ Charlie Shelton
 Signature of attorney for debtor

Date 05/05/2023
 MM / DD / YYYY

Charlie Shelton
 Printed name

Hayward PLLC
 Firm name

7600 Burnet Road, Suite 530
 Number Street

Austin TX 78757
 City State ZIP Code

(737) 881-7100 cshelton@haywardfirm.com
 Contact Phone Email address

24079317 Texas
 Bar number State

Fill in this information to identify your case:Debtor Name Whitestone Brewery, LLCUnited States Bankruptcy Court for the: Western District of Texas

Case number (if known): _____

☐ Check if this is an amended filingOfficial Form 204**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Cedar Park Railyard Inc. c/o David Johnson 601 E. Whitestone Blvd., Suite 246 Cedar Park, TX 78613						\$111,622.26
2	David Starnes 710 Brookside Pass Cedar Park, TX 78613-4228		Personal Loan to Whitestone Brewery, LLC				\$80,000.00
3	LOP Restoration c/o Paul Davidson P.O. Box 47 Liberty Hill, TX 78642						\$79,172.66
4	Crosby Hops Pacific Northwest Headquarters 18564n Arbor Grove Rd NE Woodburn, OR 97071						\$40,254.68
5	Scott Herbowy 2519 S Lakeline Blvd., Suite 100 Cedar Park, TX 78613		Private loan for construction expenses in Liberty Hill expansion.				\$37,000.00

Debtor **Whitestone Brewery, LLC** Case number (if known) _____
 Name

6	Saxco International 5260 Anna Ave San Diego, CA 92110						\$29,641.14
7	Chad Viggers 2344 Broken Wagon Drive Leander, TX 78641		Private loan for Working Capital				\$20,771.00
8	Texas Comptroller of Public Accounts Revenue Accounting Division - Bankruptcy Section P.O. Box 13528 Capitol Station Austin, TX 78711		Sales Tax Owed				\$19,383.73
9	Trey Elling 1502 Merganser Ln Cedar Park, TX 78613		Private loan used for Liberty Hill construction				\$15,000.00
10	Modular AV 3550 N. Lakeline Blvd., Ste. 170-1212 Leander, TX 78641						\$14,544.68
11	Bluestem Integrated 5301 S 125th E Ave Tulsa, OK 74146						\$12,053.27
12	Dalton Steam & Controls 19141 Stone Oak Parkway 104-4 San Antonio, TX 78258						\$7,663.36
13	Hopsteiner 1 West Washington Avenue Yakima, WA 98903						\$5,190.11
14	Cap City Rentals 2031 County Road 105 Hutto, TX 78634						\$4,675.00
15	Texas Brand Ambassadors 121 Snapper Austin, TX 78734						\$2,195.05

Debtor **Whitestone Brewery, LLC** Case number (if known) _____
 Name

16	BMI (Broadcast Music Inc.) c/o Corporation Service Company CSC - Lawyers Incorporating Service Company 211 E 7th Street, Suite 620 Austin, TX 78701-3218						\$2,000.00
17	ASCAP (American Society of Composers, Authors, and Publishers) 250 West 57th Street New York, NY 10107						\$1,490.62

United States Bankruptcy Court

Western District of Texas

In re **Whitestone Brewery, LLC** Case No. _____
Debtor(s) Chapter **11**

VERIFICATION OF CREDITOR MATRIX

The above-named Debtor(s) hereby verify that the attached list of creditors is true and correct to the best of their knowledge.

Date: 05/05/2023 **/s/ Ryan Anglen**
Ryan Anglen
Signature of Debtor

**15390 HWY 29, LLC
15390 HWY 29, Suite 201-203
Liberty Hill, TX 78642**

**Amsterdam Capital
135 East 57th Street,
Floor 7, Suite 110
New York, NY 10022**

**ASCAP (American Society of Composers, Authors, and Publishers)
250 West 57th Street
New York, NY 10107**

**Bluestem Integrated
5301 S 125th E Ave
Tulsa, OK 74146**

**Bluevine Financial
401 Warren Street
Redwood City, CA 94063**

**BMI (Broadcast Music Inc.)
c/o Corporation Service Company CSC - Lawyers Incorporating Service
Company
211 E 7th Street, Suite 620
Austin, TX 78701-3218**

**C T Corporation System, as Representative
Attn: SPRS
330 N Brand Blvd, Suite 700
Glendale, CA 91203**

**Cap City Rentals
2031 County Road 105
Hutto, TX 78634**

**Cedar Park Railyard Inc.
c/o David Johnson
601 E. Whitestone Blvd., Suite 246
Cedar Park, TX 78613**

**Cedar Park Railyard, Inc.
601 E. Whitestone Blvd.
Cedar Park, TX 78613**

**Chad Viggers
2344 Broken Wagon Drive
Leander, TX 78641**

**Colleen Militello
1913 Leaders Ln
Leander, TX 78641**

**Container Logic SRP LLC
950 Dorman St
Indianapolis, IN 46202**

**Crosby Hops
Pacific Northwest Headquarters
18564n Arbor Grove Rd NE
Woodburn, OR 97071**

**Dalton Steam & Controls
19141 Stone Oak Parkway 104-4
San Antonio, TX 78258**

**Danielle Anglen
2508 Thunder Horse
Leander, TX 78641**

**David Militello
1913 Leaders Ln
Leander, TX 78641**

**David Starnes
710 Brookside Pass
Cedar Park, TX 78613-4228**

**Delta Bridge/Cloudfund
1985 Henderson Road
Colombus, OH 43220**

**Fundworks
5990 Sepulveda Blvd., Suite 310
Van Nuys, CA 91411**

**Global Funding Experts
41-30 27th Street
Queens, NY 11101**

**Hopsteiner
1 West Washington Avenue
Yakima, WA 98903**

**Internal Revenue Service
Centralized Insolvency Office
P.O. Box
Philadelphia, PA 73301**

**Landlord, Inc.
1234 Main Street
Leander, TX 78645**

**LG Funding LLC
1218 Union St.
Brooklyn, NY 11225**

**LOP Restoration
1008 Loop 332
Liberty Hill, TX 78612**

**LOP Restoration
c/o Paul Davidson
P.O. Box 47
Liberty Hill, TX 78642**

**Mission Valley Bank
9116 Sunland Boulevard
Sun Valley, CA 91352**

**Modular AV
3550 N. Lakeline Blvd., Ste. 170-1212
Leander, TX 78641**

**Ryan Anglen
2508 Thunder Horse
Leander, TX 78641**

**Saxco International
5260 Anna Ave
San Diego, CA 92110**

**SBA EIDL
U.S. Small Business Administration
P.O. Box 3918
Portland, OR 97208**

**Scott Herbowy
2519 S Lakeline Blvd., Suite 100
Cedar Park, TX 78613**

**Texas Alcoholic Beverage Commission
Licenses and Permits Division
P.O. Box 13127
Austin, TX 78711**

**Texas Brand Ambassadors
121 Snapper
Austin, TX 78734**

**Texas Comptroller of Public Accounts
Revenue Accounting Division - Bankruptcy Section
P.O. Box 13528 Capitol Station
Austin, TX 78711**

**Texas Workforce Commission
TWC Building - Reg. Integrity Division
101 East 15th Street
Austin, TX 78778**

**Third Coast Bank SSB
1800 W Loop South, Suite 875
Houston, TX 77027**

**Toast Capital LLC
WebBank, c/o Toast Capital
401 Park Drive, Suite 801
Boston, MA 02215**

**Trey Elling
1502 Merganser Ln
Cedar Park, TX 78613**

**Wells Fargo Bank, N.A.
800 Walnut Street, F0005-044
Des Moines, IA 50309**

**Williamson County
c/o Julie Anne Parsons
McCreary, Veselka, Bragg & Allen, P.C.
P.O. Box 1269
Round Rock, TX 78680-1269**